Massachusetts Division of Insurance Annual Report of Membership in Small Group Health Insurance Plans ¹ as of December 31, 2004

COVERED LIVES BY COUNTY	Barnstable	Berkshire	Bristol	Dukes	Essex	Franklin	Hampden	Hampshire	Middlesex	Nantucket	Norfolk	Plymouth	Suffolk	Worcester	TOTAL
HEALTH MAINTENANCE ORGANIZATIONS	Covered Lives														
(WITH 2004 MEMBERSHIP ACCORDING TO 2004 ANNUAL REPORTS)	at End of Year														
1 Aetna Health Inc.	67	10	132	0	743	23	172	73	730	0	261	181	226	401	3,019
2 Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. 2	6,686	8,988	11,930	147	26,031	2,310	14,505	5,682	75,264	605	32,944	16,566	31,227	16,786	249,671
3 CIGNA HealthCare of Massachusetts, Inc. 3, 4	10	0	17	0	63	12	82	0	137	0	41	12	15	1,517	1,906
4 ConnectiCare of Massachusetts, Inc.	0	0	0	0	0	373	5,677	1,660	0	0	0	0	0	0	7,710
5 Fallon Community Health Plan, Inc.	0	7	31	0	1,029	168	81	25	4,053	0	2,400	40	84	27,023	34,941
6 Harvard Pilgrim Health Care, Inc.	17,522	200	8,928	1,855	19,575	133	284	258	50,281	2	23,202	14,086	19,729	15,461	171,516
7 Health New England, Inc.	0	6,907	0	0	0	1,944	12,603	4,452	0	0	0	0	4	82	25,992
8 Neighborhood Health Plan, Inc.	53	43	415	3	1,232	13	27	26	2,530	0	1,073	900	1,593	164	8,072
9 Tufts Associated Health Maintenance Organization, Inc. ⁵	2,940	1,253	7,820	0	20,907	1,427	3,867	1,908	49,463	0	20,235	13,166	18,792	15,424	157,202
10 UnitedHealthcare of New England, Inc.	449	0	12,273	0	66	0	0	0	193	0	582	1,469	2	167	15,201
TOTALS:	27,727	17,408	41,546	2,005	69,646	6,403	37,298	14,084	182,651	607	80,738	46,420	71,672	77,025	675,230

¹ Based on the 2004 Small Group Annual Reports currently on file with the Division.

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² Formerly a line of business of Blue Cross and Blue Shield of Massachusetts, Inc. ("BCBSMA"). Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. was created as a separate corporate entity for BCBCMA's HMO line of business effective January 1, 2005.

³ As of 1/1/99, CIGNA HealthCare of Massachusetts, Inc., Healthsource Massachusetts, Inc. and Healthsource New Hampshire, Inc. merged their Massachusetts HMO operations under one license for CIGNA HealthCare of Massachusetts, Inc., doing business as Healthsource Massachusetts. Beginning with the 1999 annual report, the membership is reflected under the name CIGNA HealthCare of Massachusetts, Inc.

⁴ CIGNA HealthCare of Massachusetts, Inc. notified the Division in 2004 that it would nonrenew all of its small group health plans beginning January 1, 2005.

⁵ Doing business as Tufts Associated Health Plan and as Tufts Health Plan.